Amendment to the Agreement Between CTC Exchange Services, Inc. and BellSouth Telecommunications, Inc. Dated September 1, 2006

Pursuant to this Amendment, (the "Amendment"), CTC Exchange Services, Inc. (CTCES), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated September 1, 2006 (Agreement) to be effective September 1, 2006 (Effective Date).

WHEREAS, BellSouth and CTCES entered into the Agreement on September 1, 2006, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to add the following new Section 2.1.13 and subsections to Attachment 2 of the Agreement.

2.1.13 Unbundled Loop Service Rearrangements

- 2.1.13.1 The Unbundled Loop Service Rearrangement processes will allow changes to be made to a working UNE Loop facility assignment within the same enduser serving wire center. Service Rearrangements will result in service outages to the end-user during the time the loop is being moved.
- 2.1.13.2 A Service Rearrangement connecting facility change (CFC) allows CTCES to change its installed loop from one working facility assignment to another facility assignment. CFC includes Connecting Facility Assignment (CFA) and Cable ID & Pair changes within same collocation arrangement or from collocation to collocation. CFA changes are allowed within same mux or from mux to mux. For a CFC, there can be no change in the class of service of the loop, the loop type cannot change and the end-user must remain the same.
- 2.1.13.3 A Service Rearrangement connecting facility move (CFM) allows CTCES to move the loop facility assignment from a collocation arrangement to a mux or from a mux to a collocation arrangement. CFMs require a change to the loop basic class of service (collocated loop vs. commingled loop). The loop type cannot change and the end-user must remain the same.
- 2.1.13.4 BellSouth shall charge the applicable Service Rearrangement change in loop facility rate found in Exhibit A.

- 2.1.13.5 For Unbundled Loop Service Rearrangement terms and conditions, CTCES should refer to the CLEC Information Package and ordering guides on the BellSouth Interconnection web site.
- 2. The Parties agree to add the rates for Designed and Non-Designed Unbundled Loop Service Rearrangements to Exhibit A of Attachment 2 as set forth in Exhibit 1, attached hereto and incorporated herein by this reference.
- 3. All of the other provisions of the Agreement, dated September 1, 2006, shall remain in full force and effect.
- 4. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

Signature Page

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

CTC Exchange Services, Inc.

Name: Kristen E. Shore

Title: Director

FROM-CTC

Date:

Name:

Date:

Title:

Version: Generic Amendment Template XX/XX/XX

UNBUNDLE	D NETWORK ELEMENTS - Georgia												Attachment:	2 Fxh: A		
ONDONDEL	Congression	1									Svc Order	Svc Order	Incremental		Incremental	Incremental
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	BCS USOC	RATES(\$)						Submitted Manually per LSR		Charge - Manual Svc Order vs.	Charge -	Charge -
						B	Nonrec	curring	Nonrecurring	Disconnect			oss	Rates(\$)		
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	EXCHANGE ACCESS LOOP															
2-WIRE	ANALOG VOICE GRADE LOOP															1
	Unbundled Loop Service Rearrangement, change in loop															1
	facility, per circuit			UEA	UREWO		87.72	36.36								1
4-WIRE	ANALOG VOICE GRADE LOOP															L
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			UEA	UREWO		87.72	36.36								1
2-WIRE	ISDN DIGITAL GRADE LOOP															1
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			UDN	UREWO		120.98	33.04								1
2-WIRE	ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COM	PATIBLE	LOOP													l
	Unbundled Loop Service Rearrangement, change in loop															1
	facility, per circuit			UAL	UREWO		44.69	29.29								1
2-WIRE	HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMP.	ATIBLE	LOOP													1
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			UHL	UREWO		44.69	31.55								l
4-WIRE	HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMP	ATIBLE	LOOP													1
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			UHL	UREWO		44.69	31.55								1
4-WIRE	DS1 DIGITAL LOOP															1
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			USL	UREWO		100.91	42.97								<u> </u>
4-WIRE	19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP															1
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			UDL	UREWO		101.95	49.66								1
2-WIRE	Unbundled COPPER LOOP															<u> </u>
	Unbundled Loop Service Rearrangement, change in loop															i .
	facility, per circuit			UCL	UREWO		44.69	31.55								L
4-WIRE	COPPER LOOP															1
	Unbundled Loop Service Rearrangement, change in loop															i
	facility, per circuit			UCL	UREWO		44.69	31.55								1
UNE LOOP CO																
2-WIRE	ANALOG VOICE GRADE LOOP - COMMINGLING	ļ	ļ													
1 1	Unbundled Loop Service Rearrangement, change in loop	1			1							1				1
	facility, per circuit	 	1	NTCVG	UREWO		87.72	36.36			ļ					
4-WIRE	ANALOG VOICE GRADE LOOP	ļ	ļ													
	Unbundled Loop Service Rearrangement, change in loop	1		NITO) (O	LIDEIMO		07.70	00.00				1				1
4 10	facility, per circuit	-	ļ	NTCVG	UREWO		87.72	36.36								+
4-WIRE	DS1 DIGITAL LOOP - COMMINGLING	1	1		-						1					
] [Unbundled Loop Service Rearrangement, change in loop	1		NTCD4	LIDEWO]	400.04	40.07								1
4 14/15/5	facility, per circuit	<u></u>	<u> </u>	NTCD1	UREWO		100.91	42.97			1					⊢—
4-WIRE	19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP - COMMINGLIN	10	<u> </u>		+						1					+
1 1	Unbundled Loop Service Rearrangement, change in loop	1		NITOLID	LIDEIMO]	404.0=	40.00								1
	facility, per circuit			NTCUD	UREWO		101.95	49.66			l			l		<u> </u>

UNBUNDI F	D NETWORK ELEMENTS - North Carolina												Attachment:	2 Exh: A		
ATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	usoc	RATES(\$)							Charge -	I Incremental Charge - Manual Svc Order vs. Electronic- Add'I	Charge -	Charge -
						Rec	Nonrecurring			g Disconnect				Rates(\$)		
						rico	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	EXCHANGE ACCESS LOOP															
2-WIRE	ANALOG VOICE GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UEA	UREWO		87.49	36.26								
4-WIRE	ANALOG VOICE GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UEA	UREWO		87.49	36.26								
2-WIRE	ISDN DIGITAL GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															1
	facility, per circuit			UDN	UREWO		91.39	44.04								
2-WIRE	ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COM	/PATIBLE	FLOOP													
	Unbundled Loop Service Rearrangement, change in loop	1														
	facility, per circuit			UAL	UREWO		78.06	32.38								
2-WIDE	E HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COM	DATIDIE	LOOP	UAL	OKEVVO		70.00	32.30								
Z-WIKE	Unbundled Loop Service Rearrangement, change in loop	AIIDLE	LUUF						-							-
					LIDEWO		70.00	20.20								
4 14/15/	facility, per circuit HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMI	DATIBLE.	1 000	UHL	UREWO		78.00	32.38								
4-WIRE		PATIBLE	LOOP													
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UHL	UREWO		78.00	32.38								ļ
4-WIRE	DS1 DIGITAL LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			USL	UREWO		100.82	42.93								
4-WIRE	E 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UDL	UREWO		101.86	49.62								
2-WIRE	Unbundled COPPER LOOP															
	Unbundled Loop Service Rearrangement, change in loop															1
	facility, per circuit			UCL	UREWO		89.06	34.45								
4-WIRE	COPPER LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UCL	UREWO		89.06	34.45								
UNE LOOP CO			_	COL	OILETTO		00.00	04.40			<u> </u>					+
	E ANALOG VOICE GRADE LOOP - COMMINGLING	-	+		1	1			1	1	1		1	1	1	+
Z-VVIKE	Unbundled Loop Service Rearrangement, change in loop	-	+		_					 	1		-	-	-	
1	facility, per circuit			NTCVC	UREWO		87.49	36.26	1		I		Ì	Ì	l	
4 14"5"			1	NTCVG	UKEWU	<u> </u>	87.49	30.26	 	-	 		 	ļ	-	
4-WIRE	ANALOG VOICE GRADE LOOP -COMMINGLING		1							ļ	1					
1	Unbundled Loop Service Rearrangement, change in loop			NITOVO	LIDELLO				1							
	facility, per circuit			NTCVG	UREWO		87.49	36.26								ļ
4-WIRE	DS1 DIGITAL LOOP								1							
1	Unbundled Loop Service Rearrangement, change in loop								1		I		Ì	Ì	l	
	facility, per circuit			NTCD1	UREWO		100.82	42.93			<u> </u>					
4-WIRE	19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit		1	NTCUD	UREWO	1	101.86	49.62		1	1					1

UNBUNDLE	D NETWORK ELEMENTS - South Carolina												Attachment:	2 Fxh· A		
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	usoc			RATES(\$)				Svc Order Submitted	Incremental	Incremental Charge - Manual Svc Order vs. Electronic- Add'I	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disco					Rates(\$)		
						Nec	First	Add'l	First A	\dd'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	EXCHANGE ACCESS LOOP															
2-WIRE	ANALOG VOICE GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UEA	UREWO		87.90	36.44								
4-WIRE	ANALOG VOICE GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UEA	UREWO		87.90	36.44								
2-WIRE	ISDN DIGITAL GRADE LOOP															
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UDN	UREWO		91.82	44.25								
2-WIRE	ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COM	PATIBLE	LOOP													
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UAL	UREWO		86.38	40.48								
2-WIRE	HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMP	ATIBLE	LOOP													
	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UHL	UREWO		86.32	40.48								
4-WIRE	HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMP	ATIBLE	LOOP													
1	Unbundled Loop Service Rearrangement, change in loop	1	1													
	facility, per circuit			UHL	UREWO		86.32	40.48								
4-WIRE	E DS1 DIGITAL LOOP			OTIL	ORLIVO		00.02	70.70	+							
7 11111	Unbundled Loop Service Rearrangement, change in loop				+				+							
	facility, per circuit			USL	UREWO		101.30	43.13								
4-WIDE	19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP			OOL	ONLIVO		101.00	40.10								
4-1111	Unbundled Loop Service Rearrangement, change in loop															
	facility, per circuit			UDL	UREWO		102.34	49.85								
2 WIDE	E Unbundled COPPER LOOP	-		UDL	UKEWU		102.34	49.00	+							
Z-VVIKE	Unbundled Loop Service Rearrangement, change in loop	_			_											
				UCL	UREWO		94.87	42.57								
4 14/17	facility, per circuit	-		UCL	UREWU		94.87	42.57								
4-WIRE	COPPER LOOP	+	1		+											
	Unbundled Loop Service Rearrangement, change in loop	1		UCL	UREWO		94.87	42.57								
LINE LOOP CO	facility, per circuit	+	1	UCL	UKEWU		94.87	42.57								
UNE LOOP CO	MMINGLING E ANALOG VOICE GRADE LOOP - COMMINGLING	+	1		+											
Z-VVIRE		+	1		+											
	Unbundled Loop Service Rearrangement, change in loop			NITOV (O	LIBENIC		07.00	00								
4 14/15/	facility, per circuit	+	1	NTCVG	UREWO		87.90	36.44								
4-WIRE	ANALOG VOICE GRADE LOOP		1													
	Unbundled Loop Service Rearrangement, change in loop			NITOV (O	LIBENIC		07.00	00								
	facility, per circuit		<u> </u>	NTCVG	UREWO		87.90	36.44								
4-WIRE	DS1 DIGITAL LOOP - COMMINGLING		1													
	Unbundled Loop Service Rearrangement, change in loop			NITOR (
	facility, per circuit	1	ļ	NTCD1	UREWO		101.30	43.13								
4-WIRE	19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP	1														
1 1	Unbundled Loop Service Rearrangement, change in loop				1											
1 1	facility, per circuit			NTCUD	UREWO		102.34	49.85								

UNB	UNDLE	D NETWORK ELEMENTS - Georgia												Attachment:	2 Exh: A		
												Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
												Submitted	Submitted	Charge -	Charge -	Charge -	Charge -
CATEGORY		RATE ELEMENTS	Interi			usoc	RATES(\$)						Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
			m	Zone	BCS								per LSR	Order vs.	Order vs.	Order vs.	Order vs.
														Electronic-	Electronic-	Electronic-	Electronic-
														1st	Add'l	Disc 1st	Disc Add'l
							Rec	Nonrec	urring	Nonrecurring	g Disconnect	ct OSS Rates(\$)					
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	JNDLED I	EXCHANGE ACCESS LOOP					Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU		EXCHANGE ACCESS LOOP E ANALOG VOICE GRADE LOOP					Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	2-WIRE						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	2-WIRE	ANALOG VOICE GRADE LOOP Unbundled Loop Service Rearrangement, change in loop facility, per circuit			UEANL	UREWO	Rec	First 15.75	Add'I	First 5.61	Add'I	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	2-WIRE	ANALOG VOICE GRADE LOOP Unbundled Loop Service Rearrangement, change in loop			UEANL	UREWO	Rec					SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	2-WIRE	ANALOG VOICE GRADE LOOP Unbundled Loop Service Rearrangement, change in loop facility, per circuit			UEANL	UREWO	Rec					SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN

UNB	UNDLE	D NETWORK ELEMENTS - North Carolina												Attachment:	2 Exh: A		
												Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
												Submitted	Submitted		Charge -	Charge -	Charge -
CATEGORY		RATE ELEMENTS	Interi	_		usoc	RATES(\$)						Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
			m	Zone	BCS								per LSR	Order vs.	Order vs.	Order vs.	Order vs.
														Electronic-	Electronic-	Electronic-	Electronic-
														1st	Add'l	Disc 1st	Disc Add'l
							Rec	Nonrec	urring	Nonrecurring	Disconnect		1		-		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	NDLED	EXCHANGE ACCESS LOOP															
		E ANALOG VOICE GRADE LOOP															
		Unbundled Loop Service Rearrangement, change in loop															
		facility, per circuit			UEANL	UREWO		15.74	8.92								
	2-WIR	E Unbundled COPPER LOOP															
		Unbundled Loop Service Rearrangement, change in loop					-										
		facility, per circuit	1		UEQ	UREWO		14.23	7.41								1

UNBU	JNDLE	D NETWORK ELEMENTS - South Carolina												Attachment:	2 Exh: A		
												Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
												Submitted	Submitted		Charge -	Charge -	Charge -
CATEGORY		RATE ELEMENTS	Interi	_								Elec	Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
			m	Zone	BCS	USOC	RATES(\$)						per LSR	Order vs.	Order vs.	Order vs.	Order vs.
														Electronic-	Electronic-	Electronic-	Electronic-
														1st	Add'l	Disc 1st	Disc Add'l
							Rec	Nonrec	urring	Nonrecurring	Disconnect	ect OSS Rates(\$)					-
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBU	NDLED E	EXCHANGE ACCESS LOOP															
	2-WIRE	ANALOG VOICE GRADE LOOP															
		Unbundled Loop Service Rearrangement, change in loop															
		facility, per circuit			UEANL	UREWO		15.81	8.96	23.56	5.32						
	2-WIRE	Unbundled COPPER LOOP					•										
		Unbundled Loop Service Rearrangement, change in loop															
		facility, per circuit			UEQ	UREWO		14.30	7.45	22.66	4.42					1	1